

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

**MOTORS LIQUIDATION COMPANY, et
al., f/k/a General Motors Corp., et al.,**

Debtors.

Chapter 11

Case No. 09-50026 (REG)

(Jointly Administered)

DECLARATION OF LISA H. RUBIN, ESQ.

I, Lisa H. Rubin, an attorney admitted to practice before this Court, hereby declare:

1. I am Of Counsel to the law firm of Gibson, Dunn & Crutcher, LLP, counsel to Wilmington Trust Company (“WTC”), as trustee for and administrator of the Motors Liquidation Company GUC Trust (the “GUC Trust”). I submit this declaration in support of the Response of the GUC Trust Administrator to Mrs. Phillips’ Amended Motion for Relief From, or to Set Aside, the August 9, 2010 Stipulation and Settlement Resolving Claim No. 44614.

2. Attached hereto as Exhibit 1 is a true and correct copy of the Stipulation and Settlement Resolving Claim Nos. 44614, 44615, 44616, 44617, executed between Motors Liquidation Company and its affiliated debtors, on the one hand, and Doris Powledge (n/k/a Doris Powledge Phillips), Amber Powledge, Austin Powledge, and Mary Powledge, on the other.

3. Attached hereto as Exhibit 2 is a true and correct copy of excerpts of the agreement by and among WTC, as trust administrator and trustee of the GUC Trust, and FTI Consulting, as trust monitor of the GUC Trust, dated June 11, 2012 (the “GUC Trust Agreement”).

4. Attached hereto as Exhibit 3 is a true and correct copy of a document entitled “GM 2014 Year-to-Date North American Recalls Including Exports,” as published by New GM

and available at <http://media.gm.com/media/us/en/gm/news.detail.html/content/Pages/news/us/en/2015/Jan/0102-recalls.html> (last visited April 15, 2015) (the “Recalls Chart”).

5. Attached hereto as Exhibit 4 is a true and correct copy of all recalls pertaining to the 2004 Chevrolet Malibu Classic, vehicle identification number 1G1ND52F34M598780, as available through the GM Recall Center at <https://recalls.gm.com/#/?vin=1G1ND52F34M598780> (last visited Apr. 13, 2015).

6. Attached hereto as Exhibit 5 is a true and correct copy of the Original Petition for Bill of Review and Original Petition dated April 29, 2014 in the case captioned *Phillips v. General Motors LLC*, Cause No. 14-CV-0477 (Tex. Dist. Ct. Galveston Cnty. 10th Jud. Dist.).

7. Attached hereto as Exhibit 6 is a true and correct copy of the First Amended Petition for Bill of Review and First Amended Petition dated May 30, 2014 in the case captioned *Phillips v. General Motors LLC*, Cause No. 14-CV-0477 (Tex. Dist. Ct. Galveston Cnty. 10th Jud. Dist.).

8. Attached hereto as Exhibit 7 is a true and correct copy of the Form 8-K that General Motors Company filed with the U.S. Securities and Exchange Commission (the “SEC”) on May 15, 2014.

9. Attached hereto as Exhibit 8 is a true and correct copy of the Form 8-K that General Motors Company filed with the SEC on June 30, 2014.

10. Attached hereto as Exhibit 9 is a true and correct copy of a letter from General Motors LLC to the National Highway Transportation Safety Administration (“NHTSA”), dated July 7, 2014, available at <http://www-odi.nhtsa.dot.gov/acms/cs/jaxrs/download/doc/UCM458081/RCAK-14V400-6722.pdf> (last visited April 15, 2015).

11. Attached hereto as Exhibit 10 is a true and correct copy of the Second Amended Petition dated July 7, 2014 in the case captioned *Phillips v. General Motors LLC*, No. 14-cv-192 (S.D. Tex.).

12. Attached hereto as Exhibit 11 is a true and correct copy of an Agreed Stipulation Regarding Service and Answer Deadline filed July 31, 2014 in the case captioned *Phillips v. General Motors LLC*, No. 14-cv-192 (S.D. Tex.).

13. Attached hereto as Exhibit 12 is a true and correct copy of excerpts of the transcript of the August 18, 2014 hearing in the above-captioned bankruptcy proceedings.

14. Attached hereto as Exhibit 13 is a true and correct copy of the Agreed Stay Stipulation dated September 4, 2014 in the case captioned *Phillips v. Gen. Motors LLC*, No. 3:14-cv-00192 (S.D. Tex.).

15. Attached hereto as Exhibit 14 is a true and correct copy of the Transfer Order dated October 21, 2014 in the case captioned *Phillips v. Gen. Motors LLC*, No. 3:14-cv-00192 (S.D. Tex.).

16. Attached hereto as Exhibit 15 is a true and correct copy of the Form 8-K that General Motors Company filed with the SEC on March 31, 2014.

17. Attached hereto as Exhibit 16 is a true and correct copy of an article written by Anita Lienert and entitled "Malibu Spiffs Up Image, Takes on Asian Rivals," as published in the *Detroit News* on September 3, 2003 at G01.

18. Attached hereto as Exhibit 17 is a true and correct copy of an article written by Fred Gregory and entitled "Chevrolet Malibu: Just Don't Call It a Rental Car," as published in *Car and Driver* in October 2003 at <http://www.caranddriver.com/reviews/chevrolet-malibu-first-drive-review>.

19. Attached hereto as Exhibit 18 is a true and correct copy of a printout of the results obtained by entering vehicle identification number 1G1ND52F34M598780 into the Recalls Look-Up by VIN feature on NHTSA's website, available at <https://vinrcl.safercar.gov/vin/> (last visited April 15, 2015).

20. Attached hereto as Exhibit 19 is a true and correct copy of a letter from General Motors LLC to NHTSA, dated March 31, 2014, available at <http://www-odi.nhtsa.dot.gov/acms/cs/jaxrs/download/doc/UCM452932/RCDNN-14V153-7510.pdf> (last visited April 15, 2015).

21. Attached hereto as Exhibit 20 is a true and correct copy of a letter from General Motors LLC to NHTSA, dated July 16, 2014, available at <http://www-odi.nhtsa.dot.gov/acms/cs/jaxrs/download/doc/UCM458546/RCDNN-14V400-3309.pdf> (last visited April 15, 2015).

I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge.

Dated: New York, New York
April 20, 2015

/s/ Lisa H. Rubin

Lisa H. Rubin